

1333 BREWERY PARK BOULEVARD  
DETROIT, MI 48207-2699

No. **8-259A044**

Date **SEP 15 1988**

Fee \$ **13.00**

ICC Washington, D. C.

RECORDATION NO. **6747-E** FILED 1988

**SEP 15 1988-1 15 PM**

September 14, 1988  
File: 352-P

**INTERSTATE COMMERCE COMMISSION**

Secretary  
Interstate Commerce Commission  
Room 2215  
12th & Constitution Ave., N.W.  
Washington, D.C. 20423

Dear Secretary:

*\$13.00 fee*

Enclosed for recordation with the Interstate Commerce Commission pursuant to 49 USC §11303 are counterparts of a partial release of lease and renewal rider, dated as of August 30, 1988 between Helm Locomotive Leasing and Union Pacific Railroad Company. This lease, originally between Chemical Bank & Missouri Pacific Railroad Company, was filed with the Commission on September 25, 1972, as No. 6747-B. Renewal riders have been recorded in the same series between Helm Locomotive Leasing, as successor in interest to Chemical Bank, and Union Pacific, as successor in interest to Missouri Pacific.

The parties to this present agreement partially releasing the lease and renewed riders are:

Lessor: Helm Locomotive Leasing  
1333 Brewery Park Blvd.  
Detroit, MI 48207-2699

a Joint Venture of  
Helm Equipment Leasing Corp.  
One Embarcadero Center  
San Francisco, CA 94111 and

Domestic Three Leasing Corp.  
1333 Brewery Park Blvd.  
Detroit, MI 48207-2699

Lessee: Union Pacific Railroad Company  
Union Pacific Building  
1416 Dodge Street  
Omaha, NE 68179

ICC OFFICE OF  
THE SECRETARY  
SEP 15 1 06 PM '88  
MOTOR OPERATING UNIT

*This one is  
6747-E*

*C. Cunningham  
Darnell Wilson*

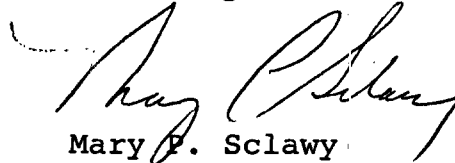
Interstate Commerce Commission  
September 14, 1988  
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The locomotives which are being released are seven  
(7) GP 38-2 locomotives bearing the reporting marks MP 2054,  
2056, 2060, 2061, 2064, 2067 and 2068.

Enclosed is our check No. 1205 in the amount of  
\$13.00.

Please accept one counterpart of this document for  
filing, stamp the remaining with your recordation number and  
return them and your fee receipt to the person presenting  
this matter for filing.

Sincerely,

A handwritten signature in cursive script, appearing to read "Mary P. Sclawy".

Mary P. Sclawy  
Attorney for  
Helm Locomotive Leasing

MPS:val - MPS8

**Interstate Commerce Commission**  
Washington, D.C. 20423

9/15/88

OFFICE OF THE SECRETARY

Mary P. Sclawy  
Grand Trunk Western Railroad Co.  
1333 Brewery Park Blvd.  
Detroit, Michigan 48207-2699

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/15/88 at 1:15pm, and assigned recordation number(s). 6747-E & 15267-C

Sincerely yours,

*Neta R. McEneaney*

Secretary

Enclosure(s)

REGISTRATION NO. 6747-E

SEP 15 1988 - 1 15 PM

PARTIAL RELEASE OF LEASE & RENEWAL RIDER  
INTERSTATE COMMERCE COMMISSION

RECITALS:

1. Helm Locomotive Leasing (Lessor), a joint venture of Domestic Three Leasing Corp. and Helm Equipment Leasing Corporation, has acquired twenty (20) GP-38-2 locomotives (Locomotives).
2. The Locomotives were previously owned by Chemical Bank, and Lessor has succeeded to all interests in the Locomotives, including the interest in a certain lease (Lease), dated as of August 1, 1972, between Chemical Bank and Missouri Pacific Railroad Company.
3. The Lease was recorded with the ICC on September 25, 1972, as No. 6747-B.
4. Union Pacific Railroad Company (Lessee) has acquired the Missouri Pacific Railroad Company's interest in the Lease.
5. The Lease has been extended pursuant to one or more renewal riders, some or all of which have been recorded with the ICC in the series No. 6747.
6. Lessor and Lessee wish to release Locomotives from the Lease and renewal riders.

Now, therefore, pursuant to the terms of the Lease and the renewal riders, Lessor and Lessee release from the Lease and renewal riders seven (7) GP-38-2 locomotives bearing road numbers as shown on Attachment 1 to this partial release.

Executed on August 30, 1988.

Attest:

John F. Davis

Helm Locomotive Leasing

By D. R. Edwards

Attest:

Wesley E. Kostyura

Union Pacific Railroad Company

By H. D. Peeler

STATE OF CALIFORNIA )  
 ) SS:  
COUNTY OF San Francisco

On this 29<sup>th</sup> day of August, 1988 before me personally appeared David R. Eckles, to me personally known, who being by me duly sworn, says that (s)he is the Executive Vice President of Helm Locomotive Leasing, a joint venture, that said instrument was signed on behalf of said joint venture by authority of its joint venturers, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said joint venture.

(NOTARIAL SEAL)

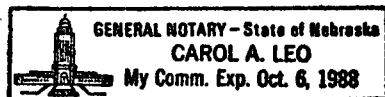
Elena F. Gary  
Notary Public  
San Francisco County, California  
My commission expires: 7-24-92

STATE OF NEBRASKA )  
 ) SS.  
COUNTY OF DOUGLAS



On this 31<sup>st</sup> day of August, 1988 before me personally appeared W. A. Bales, to me personally known, who being by me duly sworn, says that (s)he is the Vice President of Union Pacific Railroad Company, a corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(NOTARIAL SEAL)



Carol A. Leo  
Notary Public  
Douglas County, Nebraska  
My commission expires: 10-06-88

ATTACHMENT 1

7 GP 38-2  
Locomotives

Road Numbers

MP 2054

MP 2056

MP 2060

MP 2061

MP 2064

MP 2067

MP 2068